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CHINA HANYA GROUP HOLDINGS LIMITED

中國瀚亞集團控股有限公司

(Formerly known as Brilliance Worldwide Holdings Limited)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code : 8312)

VOLUNTARY ANNOUNCEMENT CHARGE OF SHARES BY THE CONTROLLING SHAREHOLDER

This announcement is made on a voluntary basis by China Hanya Group Holdings Limited (the “**Company**”).

The Company has been notified that on 22 August 2016, China Merit International Investment Inc. (“**China Merit**”) which is a controlling shareholder (as defined in the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (“**GEM**”)) has executed the relevant documents to create charges (the “**Charges**”) over 515,000,000 shares (the “**Charged Shares**”) of the Company held by it in favour of Hammer Capital Private Investments Limited, Yvonne Credit Service Co., Limited and Quick Money Finance Limited (the “**Lenders**”), as security for a loan (the “**Loan**”) advanced by the Lenders to China Merit.

The proceeds from the Loan has been utilised by China Merit to repay the loan (the “**SF Loan**”) granted to it by Sun Finance Company Limited for the then partial financing of the consideration for the acquisition of 474,000,000 Shares held by Magic Ahead Investments Limited and the consideration under the mandatory unconditional cash offer (the “**Offer**”) made by Sun International Securities Limited on behalf of China Merit for all the issued Shares which closed on 20 May 2016, further details of which are contained in the composite document dated 29 April 2016 jointly issued by the Company and China Merit in relation to the Offer. The SF Loan was secured by a charge (the “**SF Charge**”) over the entire number of Shares held by China Merit as at the time of creation of the SF Charge, i.e. 474,000,000 Shares, in favour of Sun Finance Company Limited, which has been released upon repayment of the SF Loan. Following the release of SF Charge, the Charges over 515,000,000 Shares held by China Merit was created for the Loan advanced by the Lenders to China Merit.

As at the date of this announcement, China Merit is wholly-owned by Mr. Liu Sit Lun (the chairman of the board of directors (the “**Directors**”) of the Company and an executive Director). As at the date of this announcement, China Merit owns a total of 515,000,000 shares of the Company, representing approximately 74.4% of the issued share capital of the Company. The Charged Shares represent approximately 74.4% of the issued share capital of the Company as at the date of this announcement. The above Charged Shares does not fall within the scope of Rule 17.19 of the GEM Listing Rules.

By order of the Board
China Hanya Group Holdings Limited
Liu Sit Lun
Chairman

Hong Kong, 25 August 2016

As at the date of this announcement, the Board comprises of Mr. Liu Sit Lun, Mr. Ling Wing Shan, Mr. Law Kin Wah, Kenneth and Ms. Sun Wing Man, Doris as executive Directors and Mr. Lau Tak Wai, Davie, Ms. Lau Yat Ying, Karen, and Ms. Chan Hau Man as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website (www.hkgem.com) for at least 7 days from its date of its posting and on the Company’s website at www.brillianceww.com.